

# EXHIBIT H

UNITED STATES DISTRICT COURT

SOUTHERN DISTRICT OF NEW YORK

No. 07 civ. 8718 (RMB)

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SIRI DIAZ, CAROLYN SIEGEL, TALIA BUMB,  
BLERTA VIKKI, DANIELLE OWIMRIN, on behalf  
of themselves and all others similarly  
situated,

Plaintiffs,

- against -

SCORES HOLDING COMPANY, INC.; GO WEST  
ENTERTAINMENT, INC., a/k/a SCORES WEST  
SIDE; and SCORES ENTERTAINMENT, INC.,  
a/k/a SCORES EAST SIDE,

Defendants.

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February 7, 2008

2:00 p.m.

Deposition of JOHN NEILSON,  
taken by Plaintiffs, pursuant to Notice,  
held at the offices of Outten & Golden  
LLP, 3 Park Avenue, New York, New York,  
before Jineen Pavesi, a Registered  
Professional Reporter, Registered Merit  
Reporter, Certified Realtime Reporter and  
Notary Public of the State of New York.

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2 the Scores trademark to adult and  
3 entertainment nightclubs, I work with EMS  
4 to determine if a potential licensee  
5 should or shouldn't become a licensee.

6 Q. What does EMS stand for?

7 A. Entertainment Management  
8 Systems, I believe, Services.

9 Q. Entertainment Management  
10 Services?

11 A. That's the way you have it  
12 here, we always refer to it as EMS.

13 Q. But is that correct, sir, is  
14 Services correct?

15 A. I couldn't tell you whether it  
16 is services or systems, it is one of the  
17 two.

18 Q. Does anyone report to you in  
19 your position as director and president?

20 A. No, Scores Holding has no  
21 employees.

22 Q. Who do you report to?

23 A. Board of directors.

24 Q. Who is on the board of  
25 directors?

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2 A. Curtis Smith, Elda Auerbach,  
3 and myself.

4 Q. You're also on the board of  
5 directors?

6 A. Yes.

7 Q. Who owns Scores Holding  
8 Company?

9 A. It is a public company trading  
10 on the -- over-the-counter bulletin  
11 board, it has approximately 630 plus  
12 shareholders.

13 Q. Who is the majority  
14 shareholder?

15 A. You would have to define  
16 majority.

17 Q. Who owns the most amount of  
18 shares, to the best of your knowledge, in  
19 Scores Holding Company?

20 A. Again, that's not a very clear  
21 question.

22 Q. Do you know whether there is  
23 someone that owns a majority, a higher  
24 percentage of shares --

25 A. There is nobody in Scores

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2 Holding that owns over 50 percent.

3 Q. If you know, how many shares  
4 does Richard Goldring own?

5 A. He would probably own around 40  
6 percent; if you look it up in the last  
7 10-K you will see the exact number, it is  
8 filed with the SEC.

9 Q. Where is Scores Holding Company  
10 incorporated?

11 A. Utah.

12 Q. When was it incorporated?

13 A. Probably in the early  
14 Seventies.

15 Q. Where is the corporate offices  
16 located?

17 A. New York City.

18 Q. What is the address?

19 A. 533 West 27th Street.

20 Q. Who owns the building?

21 A. A company called Westside  
22 Realty of New York, Inc.

23 Q. Who leases the building?

24 A. Actually, let me go back.

25 Q. Sure.

1 NEILSON

2 A. The actual registered office  
3 address is in Fort Lauderdale, not in New  
4 York.

5 Again, if you define the  
6 question, it has an office in New York,  
7 but the registered office, the office in  
8 which all correspondence relating to the  
9 company is sent on an official basis, is  
10 in Fort Lauderdale.

11 Q. What's that address?

12 A. 901 Northeast 3rd Street, Fort  
13 Lauderdale, Florida 33301.

14 Q. The office in New York, the 533  
15 West 27th Street, what's there?

16 A. What's there?

17 Q. Yes.

18 A. An office comprising  
19 approximately 300 square feet.

20 Q. Are there any employees there?

21 A. Curtis Smith works out of that.

22 Q. Curtis Smith?

23 A. Curtis Smith.

24 Q. What's his title?

25 A. He is the CEO, and if I am in

1 NEILSON

2 Scores Baltimore, Scores Chicago, Scores  
3 Las Vegas, Scores Westside, Scores  
4 Eastside, Scores New Orleans and Scores  
5 Miami?

6 A. The only information that we  
7 have in Scores Holding and through the  
8 conversations and negotiations that take  
9 place with EMS in relation to these  
10 licensing agreements is that we deal  
11 directly with the owner, we do not  
12 participate in their operation, we do not  
13 participate in their policies, we do not  
14 advise or discuss with them how they run  
15 their businesses.

16 Our pure and sole  
17 responsibility is that we let them enter  
18 in a license agreement that allows them to  
19 use the name; in return they pay a fee,  
20 and the only control factor that we have  
21 is to maintain that the trademark is not  
22 damaged in any way by the licensee, that  
23 the licensee only uses the trademark in  
24 the way in which they have licensed it  
25 for.

1 NEILSON

2 Q. Are you privy, though, to the  
3 policies and procedures that go on?

4 A. No, absolutely not; two  
5 reasons; firstly, it is illegal in most  
6 states for anybody who isn't on the liquor  
7 license and we are on no liquor licenses,  
8 to participate in those areas.

9 Secondly, as a licensing  
10 company, we're not involved in the  
11 day-to-day management or operation of  
12 those businesses.

13 Q. Are you --

14 A. Nor do we desire to be.

15 Q. Are you privy to the day-to-day  
16 operations of Scores Westside?

17 A. Minimally.

18 Q. Tell me what you are privy to,  
19 talking about Scores Westside?

20 A. They operate as an adult  
21 entertainment club in New York City using  
22 the name Scores West.

23 Q. Their name is Scores West?

24 A. Scores West.

25 Q. Do you know who owns Scores

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2 West?

3 A. Yes.

4 Q. Who owns Scores West?

5 A. Richard Goldring, Elliot Osher.

6 Q. Where is Scores West located?

7 A. 528 West 28th Street.

8 Q. Do you know whether Scores West  
9 is incorporated?

10 A. Yes, it is.

11 Q. Do you know when it was  
12 incorporated?

13 A. Without referring to the  
14 corporate documents, I couldn't verify the  
15 exact date.

16 Q. Do you know whether Scores West  
17 owns any properties?

18 A. Define properties.

19 Q. Real property.

20 A. Define real property.

21 Q. Any land, any buildings, any  
22 other entities.

23 A. No, Go West only owns the  
24 fixtures and fittings and equipment in the  
25 location.

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2 Q. Who is the corporate officers  
3 of Scores West?

4 A. Richard Goldring and Elliot  
5 Osher.

6 Q. Who is the president of Scores  
7 West?

8 A. Richard Goldring.

9 Q. Who is the CEO of Scores West?

10 A. I don't know if they have one.

11 Q. Do you know if they have a  
12 controller at Scores West?

13 A. I don't think they have a  
14 controller.

15 Q. Do you know whether Scores West  
16 has any bank accounts?

17 A. I don't know.

18 Q. Do you know whether Scores West  
19 has an accountant?

20 A. I don't know.

21 Q. Do you know whether Scores West  
22 issues any paychecks?

23 A. Yes, it does.

24 Q. Do you know for whom?

25 A. Employees of Go West.

1 NEILSON

2 Q. So I'm clear, the employees at  
3 Go West, their paychecks are from Go West,  
4 it says from Go West, is that what you're  
5 saying?

6 A. I believe so.

7 Q. Do you know how many employees  
8 work at Go West?

9 A. No.

10 Q. Scores West?

11 A. No.

12 Q. I want to be clear; is it Go  
13 West or Scores West?

14 A. Corporate name is Go West  
15 Entertainment, Inc.; establishment's name  
16 is Scores West, refers to as Scores West  
17 or Scores Westside.

18 Q. Do you know Go West, the  
19 corporation's assets, what they are?

20 A. No.

21 Q. Do you know if Go West has an  
22 employee handbook?

23 A. Yes.

24 Q. Does Scores Holding Company  
25 have an employee handbook?

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2 A. No.

3 Q. Does EMS have an employee  
4 handbook?

5 A. Not to my knowledge.

6 Q. Do you know if Go West has a  
7 human resource department?

8 A. Not to my knowledge.

9 Q. Do you know whether Go West can  
10 purchase merchandise?

11 A. I don't understand the  
12 question.

13 Q. Similar merchandise, novelty  
14 items, baseball caps, things like that?

15 A. Still don't understand the  
16 question.

17 Q. Do you know whether they  
18 purchase merchandise, do they purchase  
19 merchandise, for example, with the Scores  
20 logo from Scores Holding Company or do  
21 they purchase it elsewhere?

22 A. From Scores Holding Company.

23 Q. Who runs Scores Westside, Go  
24 West?

25 A. Richard Goldring.

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2 Q. Who runs the day-to-day  
3 operations of Go West?

4 A. Richard Goldring.

5 Q. Who has authority at Go West to  
6 hire workers?

7 A. I don't know.

8 Q. Who sets the rate of pay for  
9 workers at Go West?

10 A. I don't know.

11 Q. Do you know who signs the  
12 paychecks for Go West employees?

13 A. Richard Goldring.

14 Q. Would it be fair to say that he  
15 sets the rate of pay for these employees  
16 at Go West?

17 A. I don't know.

18 Q. If he did not, who do you  
19 believe would set the rate of pay for  
20 employees at Go West?

21 A. Mr. Goldring or one of his  
22 subordinate managers.

23 Q. Who tells workers what to do at  
24 Go West?

25 A. Managers.

1 NEILSON

2 Q. How many managers are at Go  
3 West?

4 A. I couldn't give you an exact  
5 number at this time.

6 Q. An estimate, is there more than  
7 12?

8 A. I am not going to estimate a  
9 number that I don't know.

10 Q. Is it more than 12, to the best  
11 of your knowledge?

12 A. I doubt it.

13 Q. What role, if any, do you play  
14 in Go West?

15 A. Mr. Goldring will from time to  
16 time ask my advice on certain matters.

17 Q. Like what?

18 A. Business decisions, decisions  
19 relating to the operation of the business,  
20 ideas, suggestions.

21 Q. Could you give me an example,  
22 please.

23 A. Should we make this invitation  
24 red or blue, should I talk to this person  
25 about doing a promotion, how can I make

1 NEILSON

2 the club more profitable, how can I deal  
3 with competitive issues, things like that.

4 Q. Thank you.

5 Who has the power at Go West to  
6 fire employees?

7 A. I don't know.

8 Q. If it is not Mr. Goldring, who  
9 do you believe would have the power to  
10 fire employees?

11 A. One of his managers.

12 Q. Would the ultimate decision, if  
13 you know, fall on Mr. Goldring?

14 A. I doubt it.

15 Q. The other entity that you  
16 mentioned was Scores Eastside.

17 Is there another name for it or  
18 is that it, Scores Eastside?

19 A. Scores East, Scores Eastside;  
20 if you look at the license agreement, you  
21 will see the specific name we gave them.

22 Q. Is it 333 East 60th Street?

23 A. That's the corporation.

24 Q. Is it incorporated; that would  
25 be yes?

1 NEILSON

2 A. Yes.

3 Q. Do you know where it is  
4 incorporated, referring now to Scores  
5 Eastside?

6 A. New York.

7 Q. Do you know the address?

8 A. Which address?

9 Q. Its principal place of  
10 business.

11 A. 333 East 60th Street, strangely  
12 enough.

13 Q. Do you know whether Scores  
14 Eastside, whether the corporation owns any  
15 properties?

16 A. Again, define properties.

17 Q. Real property, do they own any  
18 buildings, any land.

19 A. No.

20 Q. Does Scores Eastside manage any  
21 properties?

22 A. No.

23 Q. Who is the owner of Scores  
24 Eastside?

25 A. Richard Goldring and Elliot

1 NEILSON

2 Osher.

3 Q. Who is the president of the  
4 corporation?

5 A. Richard Goldring.

6 Q. Who is the CEO of the  
7 corporation?

8 A. I don't know that they have  
9 one.

10 Q. Do you know if they have a  
11 controller?

12 A. I don't know.

13 Q. Do you know if this corporation  
14 has any bank accounts?

15 A. I don't know.

16 Q. Do you know if this corporation  
17 has an accountant?

18 A. I don't know.

19 Q. Do you know if this corporation  
20 issues any payroll checks?

21 A. Yes, it does.

22 Q. To whom do they issue checks?

23 A. Employees.

24 Q. Do you know how many employees  
25 are at Scores Eastside?

1 NEILSON

2 A. No.

3 Q. Do you know from what bank  
4 account these payroll checks are issued  
5 from?

6 A. No.

7 Q. Do you know whether Scores  
8 Eastside has a human resource department?

9 A. Don't know.

10 Q. Do you know whether this  
11 corporation, Scores Eastside, has any  
12 assets?

13 A. Define assets.

14 Q. Property, equipment, money.

15 A. The only assets it has is the  
16 fixtures, fittings and property at the  
17 location.

18 Q. Do you know whether Scores  
19 Eastside has an employee handbook?

20 A. Yes, it does.

21 Q. Is it the same employee  
22 handbook that Scores Westside has?

23 A. Similar.

24 Q. What are the differences?

25 A. The Scores East handbook refers

1 NEILSON

2 to Scores East and the Scores West refers  
3 to Scores West.

4 Q. But the policies and procedures  
5 within it are the same substantively  
6 speaking?

7 A. Substantively speaking, yes.

8 Q. Do you know whether Scores  
9 Eastside has any subsidiaries?

10 A. No.

11 Q. Do they purchase their  
12 merchandise from Scores Holding Company?

13 A. Yes.

14 Q. Who runs the day-to-day  
15 operations of Scores Eastside?

16 A. Richard Goldring.

17 Q. Who has the authority to hire  
18 the workers at Scores Eastside?

19 A. I don't know.

20 Q. Who has authority to fire  
21 workers at Scores Eastside?

22 A. I don't know.

23 Q. Who issues the paychecks at  
24 Scores Eastside?

25 A. I don't know.

1 NEILSON

2 Q. Who signs the paychecks at  
3 Scores Eastside?

4 A. Richard Goldring.

5 Q. Who directs the workers on what  
6 to do?

7 A. Management team.

8 Q. At Scores Eastside?

9 A. The management team.

10 Q. Does anyone else have the power  
11 to direct the workers at the Scores  
12 Eastside?

13 A. Not that I know of.

14 Q. Would Mr. Goldring have the  
15 power to direct the workers at Scores  
16 Eastside?

17 A. He owns the business, I would  
18 imagine so.

19 Q. Do you know whether Mr.  
20 Goldring sets the company policies at the  
21 Scores Eastside?

22 A. I don't know.

23 Q. Do you know whether he does at  
24 the Scores Westside?

25 A. I don't know.